

CERTIFICATE OF COUNTY CLERK

THE STATE OF TEXAS           §  
  §  
COUNTY OF COLLIN           §

I, the undersigned, County Clerk and Ex-officio Clerk of the Commissioners Court of Collin County, Texas, DO HEREBY CERTIFY as follows:

1. That on the 16<sup>th</sup> day of March, 2015, a regular meeting of the Commissioners Court of Collin County, Texas, was held in the Commissioners’ Courtroom, on the 4<sup>th</sup> floor of the Jack Hatchell Administration Building, 2300 Bloomdale Road, in McKinney, Texas; the duly constituted members of the Court being as follows:

Keith Self	County Judge
Susan Fletcher	Commissioner
Cheryl Williams	Commissioner
Chris Hill	Commissioner
Duncan Webb	Commissioner

and all of said persons were present at said meeting, except \_\_\_\_\_. Among other business considered at said meeting, the attached resolution entitled:

“RESOLUTION OF THE COMMISSIONERS COURT OF COLLIN COUNTY, TEXAS, APPROVING THE BONDS TO BE ISSUED BY TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION FOR THE PURPOSE OF FINANCING OR REFINANCING CERTAIN HEALTH FACILITIES LOCATED WITHIN THE BOUNDARIES OF THE COUNTY OF COLLIN, TEXAS FOR THE BENEFIT OF BAYLOR SCOTT & WHITE HOLDINGS AS REQUIRED BY SECTION 147(f) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED; AND PROVIDING AN EFFECTIVE DATE”

was introduced and submitted to the Court for passage and adoption. After presentation and due consideration of the resolution, and upon a motion duly made and seconded, the resolution was duly passed and adopted by the Court to be effective immediately by the following vote:

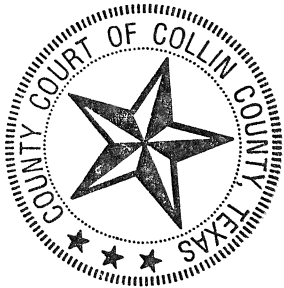
5 voted “For”                   \_\_\_ voted “Against”                   \_\_\_ abstained

all as shown in the official Minutes of the Court for the meeting held on the aforesaid date.


2. That the attached resolution is a true and correct copy of the original on file in the official records of the County; the duly qualified and acting members of the Commissioners Court of said County on the date of the aforesaid meeting are those persons shown above and, according to the records of my office, advance notice of the time, place and purpose of the meeting was given to each member of the Court; and that said meeting and the deliberation of the aforesaid public business was open to the public and written notice of said meeting, including

the subject of the above entitled resolution, was posted and given in advance thereof in compliance with the provisions of Chapter 551, Texas Government Code, as amended.

IN WITNESS WHEREOF, I have hereunto signed my name officially and affixed the seal of the Commissioners Court, this the 16<sup>th</sup> day of March, 2015.



(Com. Crt. Seal)

  
County Clerk and Ex-officio Clerk  
Commissioners Court, Collin County, Texas

RESOLUTION OF THE COMMISSIONERS COURT OF COLLIN COUNTY, TEXAS, APPROVING THE BONDS TO BE ISSUED BY TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION FOR THE PURPOSE OF FINANCING OR REFINANCING CERTAIN HEALTH FACILITIES LOCATED WITHIN THE BOUNDARIES OF THE COUNTY OF COLLIN, TEXAS FOR THE BENEFIT OF BAYLOR SCOTT & WHITE HOLDINGS AS REQUIRED BY SECTION 147(f) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED; AND PROVIDING AN EFFECTIVE DATE

WHEREAS, by resolution the Commissioners Court of Tarrant County, Texas (the “*Sponsoring Entity*”), authorized and approved the creation of the Tarrant County Cultural Education Facilities Finance Corporation (the “*Issuer*”) as a nonprofit corporation under the provisions of the Cultural Education Facilities Finance Corporations Act, Article 1528m, Texas Revised Civil Statutes, as amended from time to time, authorized to issue revenue bonds on behalf of the Sponsoring Entity to provide funds to finance or refinance all or part of the cost of “health facilities” (as defined in the Health Facilities Development Act, Chapter 221, Texas Health and Safety Code, as amended from time to time); and

WHEREAS, Baylor Scott & White Holdings, a Texas nonprofit corporation (“*BSW Holdings*”), directly or through affiliates, owns and operates in Collin County at or adjacent to 4700 Alliance Boulevard, Plano, Texas a charitable health care facility known as Baylor Regional Medical Center at Plano (“*Baylor-Plano*”) and at or adjacent to 5252 W. University Drive, McKinney, Texas a charitable health care facility known as Baylor Medical Center at McKinney (“*Baylor-McKinney*”);

WHEREAS, it has been proposed that the Issuer, pursuant to a plan of finance, issue hospital revenue bonds in multiple series and in multiple years (collectively, the “*Bonds*”) in a total amount not to exceed \$1,600,000,000 and loan the proceeds thereof to BSW Holdings to (i) finance and/or refinance the construction, reconstruction, renovation, furnishing, remodeling, rehabilitation and/or equipping of health facilities of BSW Holdings and its affiliates, all as described in the published Notice of Public Hearing attached as Exhibit A to the Certificate of Public Hearing, which is attached to this Resolution as Attachment I (the “*Notice*”) that includes Baylor-Plano and Baylor-McKinney; (ii) refund all or a portion of the following prior bond issues and/or lease obligations: the Tarrant County Cultural Education Facilities Finance Corporation Hospital Revenue Bonds (Scott and White Memorial Hospital and Scott, Sherwood and Brindley Foundation Project) Series 2008-1, the Tarrant County Cultural Education Facilities Finance Corporation Hospital Revenue Bonds (Scott and White Memorial Hospital and Scott, Sherwood and Brindley Foundation Project) Series 2008A, the Tarrant County Cultural Education Facilities Finance Corporation Hospital Revenue Refunding Bonds (Baylor Health Care System Project) Series 2009, Tarrant County Cultural Education Facilities Finance Corporation Hospital Revenue Bonds (Scott & White Healthcare Project) Series 2010, the Tarrant County Cultural Educational Facilities Finance Corporation Hospital Revenue Bonds (Baylor Health Care System Project) Series 2011D, and the Tarrant County Cultural Educational Facilities Finance Corporation Hospital Revenue Bonds (Baylor Health Care System Project) Series 2011E; (iii) pay capitalized interest on the Bonds to the extent authorized; and (iv) pay the costs of issuing the Bonds;

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the “Code”), requires that the Bonds and the projects to be financed or refinanced by the Bonds (the “Projects”) be approved by an “applicable elected representative” (the “AER”) after a public hearing following reasonable public notice, as a condition to the exclusion of interest on the Bonds from gross income for federal income tax purposes; and

WHEREAS, an AER for the issuance of the Bonds is the Commissioners Court of Collin County, Texas (the “*Governing Body*”); and

WHEREAS, the duly appointed hearing officers of the Issuer and BSW Holdings held public hearings on March 6, 2015 and conducted such hearing in a manner that provided a reasonable opportunity for persons with differing views on the Bonds and the Projects to be heard, following the publication of the Notice, which contains the date, time and place of the public hearing, no less than 14 days before said date in *The Dallas Morning News*, the *Fort Worth Star Telegram*, the *Austin-American Statesman*, and the *Temple Daily Telegraph*, being newspapers of general circulation within the Sponsoring Entity or within the geographical jurisdictions in which a portion of the facilities comprising the Projects are located; and

WHEREAS, the Governing Body desires to: (i) confirm action taken with respect to public hearing requirements for the Projects; and (ii) approve the Bonds and the Projects as required by Section 147(f) of the Code; and

WHEREAS, the Governing Body has considered evidence of the posting of notice of this meeting and officially finds, determines, recites and declares that notice of this meeting was given and this meeting was held in accordance with the requirements of the Open Meetings Act, Chapter 551, Texas Government Code, as amended;

NOW, THEREFORE, BE IT RESOLVED BY THE COMMISSIONERS COURT OF COLLIN COUNTY, TEXAS, THAT:

Section 1. Findings, Determinations and Statements. The findings, determinations and statements set forth in the preamble hereof are hereby incorporated by reference as if set forth in full.

Section 2. Confirmation of Public Hearing. All actions taken with respect to the holding of the public hearing are hereby confirmed.

Section 3. AER Approval. The Governing Body, acting in its capacity as AER pursuant to the requirements of Section 147(f) of the Code, hereby approves the Bonds and the Projects located within the jurisdiction of Collin County, Texas (the “*County*”), all as described in the Notice. The approval granted hereby is not to be construed as (i) a representation or warranty by the County, the Governing Body, any of the officers of the Governing Body, the State of Texas or any other agency, instrumentality or political subdivision of the State of Texas that the Bonds will be paid or that any obligations assumed by any of the parties under the instruments delivered in connection with the Bonds will in fact be performed; (ii) a pledge of faith and credit of or by the State of Texas or any agency, instrumentality or political subdivision of the State of Texas, including the County; or (iii) a representation or warranty concerning the validity of the Bonds.

Section 4. Providing an Effective Date. This resolution shall be in full force and effect from and after its passage, and it is accordingly so resolved.

PASSED AND APPROVED BY THE COMMISSIONERS COURT OF COLLIN COUNTY, TEXAS, THIS MARCH 16, 2015.

**Attachment I**

**Certificate of Public Hearing**